

EXHIBIT B
(RESUMES)



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JOHN D. "JACK" PHILLIPS, named Chief Executive Officer and President of World Access on December 16, 1998, following the acquisition of the company he was then CEO of, Resurgens Communications Group. Mr. Phillips was elected Chairman of the Board on May 28, 1999.

Prior to his role at Resurgens, Mr. Phillips was the President and CEO of The Actava Group Inc. ("Actava"), formerly known as Fuqua Industries, a \$1.3 billion diversified holding company, trading on the NYSE. During his tenure, he merged Actava with Metromedia International Telecommunications, Inc., and Orion Pictures Corporation to form Metromedia International Group ("MIG"), a \$750 million market capitalization company.

Mr. Phillips began his career in telecommunications in May, 1982 when he founded Transcall America ("TA"), a resale long distance telephone company. TA completed a reverse merger and acquired Advanced Telecommunications Corporation ("ATC"), a zero plus and one plus telecommunications company, in June 1983. Mr. Phillips built ATC from \$20 million in sales to more than \$160 million in revenue by 1988. Mr. Phillips was the architect of the three-way merger of RCG with Metromedia Communications Corporation and LDDS. This transaction created the fourth largest long-distance company in the country, WorldCom, Inc.

Mr. Phillips has successfully acquired or merged more than 150 companies and has completed more than 50 rounds of debt and public equity offerings. His track record demonstrates his ability to assemble management teams capable of successfully competing within their respective industries and delivering strong shareholder returns. All of his companies have been publicly traded, with the exception of NGK.

Mr. Phillips has been a director of World Access, Inc. since 1995.



WALTER BURMEISTER, Founder and President of FaciliCom International, has more than 30 years experience in the telecommunications industry. Having founded FaciliCom in 1995, he was instrumental in developing this new entrant into one of the most well respected



international long distance providers in Europe.

Prior to founding FaciliCom, Mr. Burmeister founded TMG, a telecommunications consulting firm, and he has served as its Chairman from 1992 to the present. Mr. Burmeister formerly served as Vice President and Chief Financial Officer of Bell Atlantic International, where he was responsible for overseeing business development in Central and South America, the Middle East and Africa, as well as managing the company's financial affairs. He also played key roles in Bell Atlantic's domestic business, serving as Vice President of Bell of Pennsylvania's and Diamond State Telephone's sales organizations, Assistant Vice President in charge of Information Systems Operations, heading the C&P Telephone Operations Staff, and in charge of developing network planning software.

DENNIS E. BAY is the Chief Operating Officer of World Access, Inc., Telecommunications Group. In 1997, Mr. Bay joined Jack Phillips' team as Chief Operating Officer in the renovation of the carrier's carrier Cherry Communications (d/b/a Resurgens Communications Group). Mr. Bay is guiding World Access' strategy to establish footprints in markets that have the most intense international traffic growth.

Mr. Bay has been an active participant in the telecommunications industry for over 35 years. His resume includes AT&T United Telecom (Sprint) ATC (later merged with Microtel, a subsidiary of Alltel). In 1989, Mr. Bay worked for Central Corporation, a zero-plus operator/owner of pay phones in the states of Florida and Georgia, newly under Mr. Phillips' control. Mr. Phillips reorganized the company and renamed the entity Resurgens Communications Group, Inc. ("RCG"). In July 1989, the Company acquired Southern Cellular Telecom, Inc., a cellular franchisee of BellSouth and in February 1992, RCG acquired Com Systems, Inc., a diversified telecommunications company engaged in direct dial and operator assisted long distance telephone services. By 1992, the combined companies, primarily providing one plus and zero plus long distance telephone services, had revenues of approximately \$170 million. In 1993, RCG entered into a three-way merger with Metromedia Communications Corporation and LDDS, creating the fourth largest long-distance company in the country, WorldCom, Inc.



BILL GERETY, FCI's chief operating officer, has an extensive international telecommunications background covering all corporate disciplines, including business development, sales and marketing, finance, operations, engineering and network infrastructure and planning. He has held management positions at such companies as Global One, Sprint, GTE Corporation and E-Systems, among others. Most recently, Gerety provided consulting services to a number of international service providers and foreign PTTs (Post, Telephone & Telegraphy administrations) on a variety of subjects, including market positioning, technical planning, resource requirements, business planning and interconnect licensing.

At Sprint International/Global One, where he was Director of International Network Sales, Gerety was responsible for project development and implementation of both private and PTT-interconnected voice and data networks, as well as directing representatives and agents in the sale of those systems. With local partners, he established two new operating companies in the Middle East and Africa from initial market assessment through network launch.

Gerety also served as Senior Market Development Manager and business Acquisition Manager at GTE, identifying new satellite-based telecom opportunities in Eastern Europe, CIS, the Middle East and Africa while managing day-to-day acquisition team activities. Additionally, he directed pricing and pursuit strategies and prepared out-year business, capital investment and allocation and strategic plans. Mr. Gerety holds MS and MBA degrees from the Florida Institute of Technology and is a graduate of the United States Military Academy.

W. TOD CHMAR, Executive Vice President

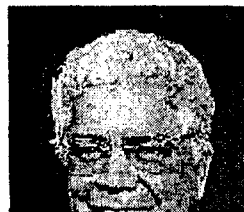
Tod Chmar has served as an Executive Vice President of World Access, Inc. since December 1998 following World Access's acquisition of Cherry Communications Incorporated. Prior to that, Mr. Chmar became an Executive Vice President of Cherry Communications Incorporated d/b/a Resurgens Communications Group and of Cherry Communications U.K. Limited in October of 1997 when Jack Phillips became CEO. He also became a director of both corporations at that time.

Mr. Chmar served as Senior Vice President of Metromedia International Group, Inc. from November 1995 through December 1996. Prior to that he was Senior Vice President of The Actava Group Inc. from 1994 through November 1995, when it merged with Orion Pictures Corporation and Metromedia International Telecommunications, Inc. to form Metromedia International Group. In these roles, he has acted as John D. Phillips' right hand man.

From January 1985 until September 1993, Mr. Chmar was a partner in the law firm of Long, Aldridge & Norman, specializing in mergers and acquisitions and corporate finance. He began representing Mr. Phillips at Resurgens Communications Group, Inc. in 1990 and upon consummation of the merger of Resurgens, Metromedia Communications Corporation and LDDS Communications, Inc., in September 1993, he joined Mr. Phillips as a business partner to pursue business deals.

MARK A. GERGEL, Chief Financial Officer

Mark. Gergel joined the Company in April 1992 as Vice President and Chief Financial Officer. In December 1996, he was named an Executive Vice President of the Company and in December 1998, he was elected a director of the Company. From 1983 until March 1992, Mr. Gergel held five positions of increasing responsibility with Federal-Mogul Corporation, a publicly-held manufacturer and distributor of vehicle parts, including International Accounting Manager, Assistant Corporate Controller, Manager of Corporate Development and Director of Internal Audit. Prior to joining Federal-Mogul, Mr. Gergel spent four years with the international accounting firm of Ernst & Young. Mr. Gergel is a Certified Public Accountant.



ROBERT TREHIN, Managing Director of FCI Europe, has over twenty years of telecommunications experience. His background includes extensive experience in international sales, marketing, operations and business development management as well as an engineering degree. As the Managing Director of Cable & Wireless in France, he was responsible for the development of the entire sales,



marketing and operations organization as well as the long-term positioning of C&W in the French market. He worked with BT and AT&T to create the Telecom Services Operations (AOST) Association that has been a major force in the implementation of more favorable telecom laws and interconnection conditions.

While at QST, a Paris-based company, Mr. Trehin was the Vice President, International and Strategy, where he was responsible for developing the European network of business partners and managing the company's worldwide subsidiaries. He led a team of high technology and market experts that launched a program for a new generation of high-speed multimedia advanced products.

DIRECTORS

John D. Phillips, Chairman and CEO

Lawrence C. Tucker, General Partner of Brown Brothers Harriman

Kirby J. Campbell, CEO of AHI, served as Treasurer, V.P. and as a director of Facilicom

Dru A. Sedwick, served as Secretary, V.P. and as a director of Facilicom

Bryan Cipoletti, has served as a director of Facilicom and V.P. of Finance at AHI

John P. Imlay, Chairman, Imlay Investments

Carl E. Sanders, Chairman of Troutman Sanders, LLP and Governor of the state of Georgia (1963-1967)

Stephen J. Clearman, Co-Founder of Geocapital Partners

Massimo Prelz Oltramonti, Managing Director of Gilbert Global Equity Partners, L.L.C

John P. Rigas, Managing Partner of Zilkha Capital Partners L.P

EXHIBIT C
(FINANCIALS)

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PART I

FINANCIAL INFORMATION

ITEM 1. CONSOLIDATED FINANCIAL STATEMENTS

WORLD ACCESS, INC. AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS
(IN THOUSANDS)

<TABLE>

<CAPTION>

	JUNE 30, 1999	DECEMBER 31, 1998
	-----	-----
	(UNAUDITED)	
<S>	<C>	<C>
ASSETS		
Current Assets		
Cash and equivalents.....	\$ 98,996	\$ 55,176
Accounts receivable.....	97,342	70,485
Inventories.....	45,216	48,591
Deferred income taxes.....	33,022	37,185
Other current assets.....	21,907	21,381
	-----	-----
Total Current Assets.....	296,483	232,818
Property and equipment.....	62,325	63,602
Goodwill and other intangibles.....	309,540	298,780
Other assets.....	24,798	18,612
	-----	-----
Total Assets.....	\$ 693,146	\$ 613,812
	=====	=====
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current Liabilities		
Short-term debt.....	\$ 12,285	\$ 17,989
Accounts payable.....	58,393	36,418
Other accrued liabilities.....	45,744	52,825
	-----	-----
Total Current Liabilities.....	116,422	107,232
Long-term debt.....	140,728	137,864
Noncurrent liabilities.....	10,204	8,133
	-----	-----
Total Liabilities.....	267,354	253,229
	-----	-----
Stockholders' Equity		
Preferred stock.....	1	--
Common stock.....	448	441
Capital in excess of par value.....	544,481	472,945
Accumulated deficit.....	(119,138)	(112,803)
	-----	-----

Total Stockholders' Equity.....	425,792	360,583
	-----	-----
Total Liabilities and Stockholders' Equity.....	\$ 693,146	\$ 613,812
	=====	=====

</TABLE>

See notes to consolidated financial statements

1 1

<!--EndFragment-->

<!--StartFragment-->WORLD ACCESS, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF OPERATIONS
(IN THOUSANDS, EXCEPT PER SHARE DATA)

<TABLE>
<CAPTION>

	THREE MONTHS ENDED JUNE 30,		SIX MONTHS ENDED JUNE 30,	
	1999	1998	1999	1998
	(UNAUDITED)			
<S>	<C>	<C>	<C>	<C>
Carrier service revenues.....	\$113,279	\$ 718	\$198,891	\$ 1,263
Equipment sales.....	64,493	33,824	122,360	56,684
	-----	-----	-----	-----
Total Sales.....	177,772	34,542	321,251	57,947
Cost of carrier services.....	99,611	587	175,269	1,041
Cost of services network.....	4,394	38	9,963	76
Cost of equipment sold.....	36,748	17,171	68,690	29,353
Amortization of acquired technology.....	1,200	--	2,400	--
	-----	-----	-----	-----
Total Cost of Sales.....	141,953	17,796	256,322	30,470
	-----	-----	-----	-----
Gross Profit.....	35,819	16,746	64,929	27,477
Research and development.....	4,419	1,746	8,773	2,478
Selling, general and administrative.....	15,032	4,013	28,939	6,798
Amortization of goodwill.....	3,251	833	6,369	1,475
In-process research and development.....	--	--	--	35,400
Restructuring and other charges.....	--	--	--	590
	-----	-----	-----	-----
Operating Income (Loss).....	13,117	10,154	20,848	(19,264)
Interest and other income.....	1,083	699	1,506	1,970
Interest expense.....	(1,976)	(1,515)	(4,604)	(2,958)
	-----	-----	-----	-----
Income (Loss) From Continuing Operations Before Income Taxes and Minority Interests.....	12,224	9,338	17,750	(20,252)
Income taxes.....	5,952	3,721	9,357	5,906
	-----	-----	-----	-----
Income (Loss) From Continuing Operations Before Minority Interests.....	6,272	5,617	8,393	(26,158)
Minority interests in earnings of subsidiary.....	--	848	--	1,532
	-----	-----	-----	-----
Income (Loss) From Continuing Operations.....	6,272	4,769	8,393	(27,690)
Net income (loss) from discontinued operations.....	(685)	1,702	(653)	(40)
Write-down of discontinued operations to net realizable value.....	(13,662)	--	(13,662)	--
	-----	-----	-----	-----
Net Income (Loss).....	(8,075)	6,471	(5,922)	(27,730)
Preferred stock dividends.....	413	--	413	--
	-----	-----	-----	-----

Net Income (Loss) Available to Common				
Stockholders.....	\$ (8,488)	\$ 6,471	\$ (6,335)	\$ (27,730)
	=====	=====	=====	=====
Income (Loss) Per Common Share:				
Basic:				
Continuing Operations.....	\$ 0.16	\$ 0.23	\$ 0.22	\$ (1.39)
Discontinued Operations.....	(0.39)	0.08	(0.40)	--
	-----	-----	-----	-----
Net Income (Loss).....	\$ (0.23)	\$ 0.31	\$ (0.18)	\$ (1.39)
	=====	=====	=====	=====
Diluted:				
Continuing Operations.....	\$ 0.16	\$ 0.22	\$ 0.22	\$ (1.39)
Discontinued Operations.....	(0.36)	0.08	(0.37)	--
	-----	-----	-----	-----
Net Income (Loss).....	\$ (0.20)	\$ 0.30	\$ (0.15)	\$ (1.39)
	=====	=====	=====	=====
Weighted Average Shares Outstanding:				
Basic.....	36,375	20,576	36,232	19,960
	=====	=====	=====	=====
Diluted.....	40,296	21,822	38,446	19,960
	=====	=====	=====	=====

</TABLE>

See notes to consolidated financial statements.

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WORLD ACCESS, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY
(IN THOUSANDS)<TABLE>
<CAPTION>

	PREFERRED STOCK	COMMON STOCK	CAPITAL IN EXCESS OF PAR VALUE (UNAUDITED)	ACCUMULATED DEFICIT	TOTAL
	-----	-----	-----	-----	-----
<S>	<C>	<C>	<C>	<C>	<C>
Balance at January 1, 1999.....	\$ --	\$ 441	\$472,945	\$ (112,803)	\$360,583
Net and comprehensive net loss.....				(5,922)	(5,922)
Issuance of preferred shares in private offering.....	1		47,750		47,751
Issuance of preferred shares for acquisition of business.....			18,539		18,539
Dividends on preferred stock.....				(413)	(413)
Release of escrowed shares for acquisition.....		1	2,824		2,825
Issuance of shares for technology license.....		5	1,705		1,710
Issuance of shares for options and warrants.....		1	479		480
Tax benefit from option and warrant exercises.....			54		54
Issuance of shares to 401K plan.....			185		185
	-----	-----	-----	-----	-----
Balance at June 30, 1999.....	\$ 1	\$ 448	\$544,481	\$ (119,138)	\$425,792
	=====	=====	=====	=====	=====

</TABLE>

See notes to consolidated financial statements.

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<!--StartFragment-->WORLD ACCESS, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS
(IN THOUSANDS)

<TABLE>
<CAPTION>

	SIX MONTHS ENDED JUNE 30,	
	1999	1998
	(UNAUDITED)	
<S>	<C>	<C>
Cash Flows From Operating Activities:		
Net loss.....	\$ (5,922)	\$ (27,731)
Adjustments to reconcile net loss to net cash from operating activities:		
Depreciation and amortization.....	15,123	3,194
Write-down of discontinued operations to net realizable value.....	13,662	--
Income tax benefit from stock warrants and options.....	54	4,222
Special charges.....	--	40,434
Minority interests in earnings of subsidiary.....	--	1,532
Provision for inventory reserves.....	680	144
Provision for bad debts.....	1,453	316
Stock contributed to employee benefit plan.....	185	92
Changes in operating assets and liabilities, net of effects from businesses acquired:		
Accounts receivable.....	(23,121)	(13,088)
Inventories.....	(10,236)	(9,294)
Accounts payable.....	13,909	9,101
Other assets and liabilities.....	(1,499)	(5,970)
Net Cash From Operating Activities.....	4,288	2,952
Cash Flows From Investing Activities:		
Acquisitions of businesses, net of cash acquired.....	(2,241)	(62,084)
Proceeds from sales of assets.....	4,754	--
Capitalization of software development costs.....	(2,452)	(1,831)
Expenditures for property and equipment.....	(4,163)	(5,859)
Net Cash Used By Investing Activities.....	(4,102)	(69,774)
Cash Flows From Financing Activities:		
Net proceeds from sale of preferred stock.....	47,788	--
Short-term borrowings.....	1,200	4,297
Principal payments under capital lease obligations.....	(1,626)	--
Repayment of industrial revenue bond.....	(4,072)	--
Proceeds from exercise of stock warrants and options.....	480	3,080
Long-term debt repayments.....	--	(967)
Debt issuance costs.....	(136)	--

Net Cash From Financing Activities.....	43,634	6,410
	-----	-----
Decrease in Cash and Equivalents.....	43,820	(60,412)
Cash and Equivalents at Beginning of Period.....	55,176	118,065
	-----	-----
Cash and Equivalents at End of Period.....	\$ 98,996	\$ 57,653
	=====	=====
Supplemental Schedule of Noncash Financing and Investing Activities:		
Issuance of common stock for businesses acquired.....	\$ 2,825	\$ 33,397
Issuance of preferred stock for business acquired.....	18,539	--
Issuance of common stock for technology license agreements.....	1,710	--
Issuance of stock options for businesses acquired.....	--	8,360
Conversion of note receivable to investment in ATI.....	--	4,485

</TABLE>

See notes to consolidated financial statements.

<!--StartFragment-->ITEM 1: FINANCIAL STATEMENTS

STAR TELECOMMUNICATIONS, INC. AND SUBSIDIARIES

CONDENSED CONSOLIDATED BALANCE SHEETS

(In thousands, except for share data)

<TABLE>

<CAPTION>

	December 31, 1998	September 30, 1999
		(Unaudited)
<S>	<C>	<C>
Current Assets:		
Cash and cash equivalents	\$ 47,297	\$ 14,582
Short-term investments	835	2,426
Accounts and notes receivable, net	100,235	162,909
Receivable from related parties	762	1,920
Other current assets	43,581	45,585
Total current assets	192,710	227,422
Long-Term Assets:		
Property and equipment, net	170,952	339,907
Goodwill, net	-	203,329
Other	10,989	27,551
Total assets	\$ 374,651	\$ 798,209
Current Liabilities:		
Revolving lines of credit	\$ 19,330	\$ 42,501
Revolving line with stockholder	-	2,500
Current portion of long-term obligations	10,652	15,905
Accounts payable	43,989	153,530
Taxes payable	1,640	-
Related party payable	2,267	1,253
Accrued network cost	51,262	119,366
Other accrued expenses	15,772	27,784
Deferred revenue	1,100	41,784
Total current liabilities	146,012	404,623
Long-Term Liabilities:		
Long-term obligations, net of current portion	29,407	42,695
Other long-term liabilities	3,641	51,725
Total long-term liabilities	33,048	94,420

Stockholders' Equity:

Common stock \$.001 par value:

Authorized - 100,000,000 shares

Additional paid-in capital

Deferred compensation

Accumulated other comprehensive income (loss)

Note receivable from stockholder

Accumulated deficit

43

207,466

-

188

-

(12,106)

58

364,468

(2,335)

(3,101)

(3,570)

(56,354)

Total stockholders' equity

195,591

299,166

Total liabilities and stockholders' equity

\$ 374,651

\$ 798,209

</TABLE>

See accompanying notes to the condensed consolidated financial statements.

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<PAGE>

STAR TELECOMMUNICATIONS, INC. AND SUBSIDIARIES

CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS

(In thousands, except per share data)

<TABLE>

<CAPTION>

	Three Months Ended September 30,		Nine Months Ended September 30,	
	1998	1999	1998	1999
	(Unaudited)		(Unaudited)	
<S>	<C>	<C>	<C>	<C>
Revenue	\$ 169,676	\$ 279,216	\$ 445,134	\$ 779,694
Operating expenses:				
Cost of services	143,461	234,711	378,212	676,213
Selling, general and administrative expenses	18,287	41,353	45,554	118,406
Depreciation and amortization	3,724	11,711	8,892	31,352
Merger expense	-	-	314	1,872
	165,472	287,775	432,972	827,843
Income (loss) from operations	4,204	(8,559)	12,162	(48,149)
Other income (expense):				
Interest income	1,737	176	3,236	1,851
	(860)	(2,462)	(2,522)	(5,99)

Other	87	1,271	(170)	(653)
	964	(1,015)	544	(4,790)
Income (loss) before provision (benefit) for income taxes	5,168	(9,574)	12,706	(52,944)
Provision (benefit) for income taxes	2,812	(811)	6,642	(8,690)
Net income (loss)	\$ 2,356	\$ (8,763)	\$ 6,064	\$ (44,248)
Basic income (loss) per share	\$ 0.05	\$ (0.15)	\$ 0.15	\$ (0.78)
Diluted income (loss) per share	\$ 0.05	\$ (0.15)	\$ 0.14	\$ (0.78)

</TABLE>

See accompanying notes to the condensed consolidated financial statements.

<PAGE>

STAR TELECOMMUNICATIONS, INC. AND SUBSIDIARIES

CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(In thousands)

<TABLE>

<CAPTION>

	Nine Months Ended September 30,	
	1998	1999
	(Unaudited)	
	<C>	<C>
Cash Flows From Operating Activities:		
Net income (loss)	\$ 6,064	\$ (44,248)
Adjustments to reconcile net income (loss) to net cash provided by operating activities:		
Depreciation and amortization	8,892	31,352
Gain on sale of investment		(1,292)
Interest on note discount	55	-
Compensation expense relating to stock options	30	-
Provision for doubtful accounts	3,952	16,377
Deferred income taxes	(511)	4,057
Deferred compensation	62	-
Other	(5)	-
Change in assets and liabilities net of effects from purchase of PT-1:	(37,358)	(90,755)

Receivable from related parties	-	(465)
Other assets	(10,201)	(10,681)
Accounts payable	15,196	50,265
Related party payable	-	(2,181)
Accrued network cost	14,061	57,138
Other accrued expenses	-	3,999
Deferred revenue	-	2,283
Other liabilities	48	(8,714)
	-----	-----
Net cash provided by operating activities	285	7,135
	-----	-----
Cash Flows From Investing Activities:		
Capital expenditures	(57,982)	(39,648)
Short-term investments	(73,700)	(391)
Purchase of PT-1, net of cash acquired	-	(4,435)
Payment to former shareholder of PT-1	-	(2,000)
Proceeds from sale of investment	-	1,500
Other long-term assets	(5,084)	(4,523)
	-----	-----
Net cash used in investing activities	(136,766)	(49,497)
	-----	-----

</TABLE>

See accompanying notes to the condensed consolidated financial statements.

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STAR TELECOMMUNICATIONS, INC. AND SUBSIDIARIES

CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(In thousands)

<TABLE>

<CAPTION>

	Nine Months Ended September 30,	
	1998	1999

	(Unaudited)	
	<C>	<C>
Cash Flows From Financing Activities:		
Borrowings under lines of credit	1,000	280,989
Repayments under lines of credit	-	(262,818)
Borrowings under revolving line of credit with stockholder		2,500
Repayments under revolving line of credit with stockholder	(133)	-
Borrowings under long-term debt	-	700
Payments under long-term debt and capital lease obligations	(1,084)	(11,193)
Issuance of common stock	144,711	-
Stock options exercised	2,429	630
Warrants exercised	274	-
Other financing activities	(12)	6
	-----	-----

<S>

Net cash provided by financing activities	147,185	10,814
	-----	-----
Effects Of Foreign Currency Translation	216	(1,167)
Increase (decrease) in cash and cash equivalents	10,920	(32,715)
Cash and cash equivalents, beginning of period	1,948	47,297
	-----	-----
Cash and cash equivalents, end of period	\$ 12,868	\$ 14,582
	=====	=====

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See accompanying notes to the condensed consolidated financial statements.

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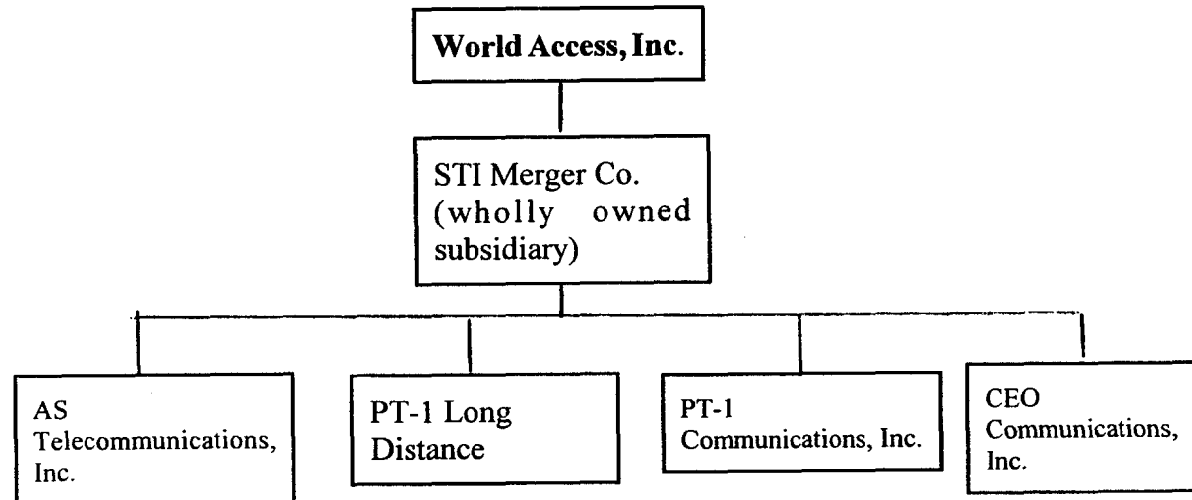
STAR TELECOMMUNICATIONS, INC. AND SUBSIDIARIES

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EXHIBIT D

(TRANSACTION FLOW CHARTS)

WAXS - STAR
Post Transaction Flow Chart



WAXS - STAR
Pre Transaction Flow Chart

World Access, Inc.

STI Merger Co.
(Wholly Owned
Subsidiary)

STAR Telecommunications, Inc.

AS
Telecommunications,
Inc.

PT-1 Long
Distance

PT-1
Communications, Inc.

CEO
Communications,
Inc.

Wholly
Owned
Subsidiaries